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Attorneys for The Worthington Steel Company, Worthington Industries, Inc., Worthington Steel of Michigan, Inc., Worthington Taylor, LLC, ProCoil Company, LLC The Gerstenslager Company, TWB Company, LLC, TWB Tailored Welded Blanks, TWB of Indiana Inc. TWB de Mexico, S.A. de C.V., Worthington Specialty Processing, Turner Broadcasting Systems, Inc., AOL LLC, The Sherwin-Williams Company, and The Sherwin-Williams Company Automotive Finishes Corp.

**IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK (MANHATTAN)**

In re:)
) **Case No: 09-50026**
General Motors Corporation, et al.¹)
)
Debtors.) **Honorable Robert E. Gerber**
)

VERIFIED STATEMENT PURSUANT TO RULE 2019 OF THE BANKRUPTCY CODE

Vorys, Sater, Seymour and Pease LLP (the "Vorys Firm"), pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure, hereby files this Verified Statement.

¹ Debtors include: General Motors Corporation, Chevrolet-Saturn of Harlem, Inc., Saturn, LLC, and Saturn Distribution Corporation

1. Name and address of creditors/parties in interest represented:

Superior Production Partnership
c/o Vorys, Sater, Seymour and Pease LLP
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TWB Co. Tailored Welded Blanks
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AOL LLC
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2. Nature and amount of claim or interest and time of acquisition thereof unless it is alleged to have been acquired more than one year prior to the filing of the petition.

A. Superior Production Partnership and certain of its related entities creditors and parties in interest holding a pre-petition claim(s), and post-petition administrative claim(s) for executory contract rights in this Chapter 11 case. Counsel has been retained by this creditor to represent it in all matters regarding this Chapter 11 proceeding at its normal and customary hourly rates.

B. Worthington Industries, Inc. and certain of its related entities creditors and parties in interest holding a pre-petition claim(s), and post-petition administrative claim(s) for executory contract rights in this Chapter 11 case. Counsel has been retained by this creditor to represent it in all matters regarding this Chapter 11 proceeding at its normal and customary hourly rates.

C. The Worthington Steel Company and certain of its related entities creditors and parties in interest holding a pre-petition claim(s), and post-petition administrative claim(s) for executory contract rights in this Chapter 11 case. Counsel has been retained by this creditor to represent it in all matters regarding this Chapter 11 proceeding at its normal and customary hourly rates.

D. Worthington Steel of Michigan, Inc. and certain of its related entities creditors and parties in interest holding a pre-petition claim(s), and post-petition administrative claim(s) for executory contract rights in this Chapter 11 case. Counsel has been retained by this

creditor to represent it in all matters regarding this Chapter 11 proceeding at its normal and customary hourly rates.

E. The Gerstenslager Company and certain of its related entities creditors and parties in interest holding a pre-petition claim(s), and post-petition administrative claim(s) for executory contract rights in this Chapter 11 case. Counsel has been retained by this creditor to represent it in all matters regarding this Chapter 11 proceeding at its normal and customary hourly rates.

F. TWB Company, LLC and certain of its related entities creditors and parties in interest holding a pre-petition claim(s), and post-petition administrative claim(s) for executory contract rights in this Chapter 11 case. Counsel has been retained by this creditor to represent it in all matters regarding this Chapter 11 proceeding at its normal and customary hourly rates.

G. TWB Company Tailored Welded Blanks and certain of its related entities creditors and parties in interest holding a pre-petition claim(s), and post-petition administrative claim(s) for executory contract rights in this Chapter 11 case. Counsel has been retained by this creditor to represent it in all matters regarding this Chapter 11 proceeding at its normal and customary hourly rates.

H. TWB of Indiana, Inc. and certain of its related entities creditors and parties in interest holding a pre-petition claim(s), and post-petition administrative claim(s) for executory contract rights in this Chapter 11 case. Counsel has been retained by this creditor to represent it in all matters regarding this Chapter 11 proceeding at its normal and customary hourly rates.

I. TWB de Mexico, S.A. de C.V. and certain of its related entities creditors and parties in interest holding a pre-petition claim(s), and post-petition administrative claim(s) for executory contract rights in this Chapter 11 case. Counsel has been retained by this creditor to represent it in all matters regarding this Chapter 11 proceeding at its normal and customary hourly rates.

J. Worthington Specialty Processing and certain of its related entities creditors and parties in interest holding a pre-petition claim(s), and post-petition administrative claim(s) for executory contract rights in this Chapter 11 case. Counsel has been retained by this creditor to represent it in all matters regarding this Chapter 11 proceeding at its normal and customary hourly rates.

K. Turner Broadcasting Systems, Inc. and certain of its related entities creditors and parties in interest holding a pre-petition claim(s), and post-petition administrative claim(s) for executory contract rights in this Chapter 11 case. Counsel has been retained by this creditor to represent it in all matters regarding this Chapter 11 proceeding at its normal and customary hourly rates.

L. AOL LLC and certain of its related entities creditors and parties in interest holding a pre-petition claim(s), and post-petition administrative claim(s) for executory contract rights in this Chapter 11 case. Counsel has been retained by this creditor to represent it in all matters regarding this Chapter 11 proceeding at its normal and customary hourly rates.

M. The Sherwin-Williams Company and certain of its related entities creditors and parties in interest holding a pre-petition claim(s), and post-petition administrative claim(s) for executory contract rights in this Chapter 11 case. Counsel has been retained by this creditor to represent it in all matters regarding this Chapter 11 proceeding at its normal and customary hourly rates.

N. The Sherwin-Williams Automotive Finishes Corp. and certain of its related entities creditors and parties in interest holding a pre-petition claim(s), and post-petition administrative claim(s) for executory contract rights in this Chapter 11 case. Counsel has been retained by this creditor to represent it in all matters regarding this Chapter 11 proceeding at its normal and customary hourly rates.

3. A recital of pertinent facts and circumstances in connection with the employment of the entity or entities at whose instance, directly or indirectly, the employment was arranged.

The Vorys Firm has represented each of the above creditors/parties in interest on a variety of matters and was asked by each of these related entities to represent each in this Chapter 11 case.

4. With reference to the time of the employment of the entity, the organization or formation of the committee, or the appearance in the case, the amounts of claims or interests owned by the entity, the times when acquired, the amounts paid therefor, and any sales or other disposition thereof.

This is not applicable to the Vorys Firm.

Dated: June 11, 2009

Respectfully submitted,

/s/Tiffany Strelow Cobb

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Attorneys for Clients Specified Above

VERIFICATION

I, Tiffany Strelow Cobb, Partner, of the law firm of Vorys, Sater, Seymour, and Pease LLP, declare under penalty of perjury that I have read the foregoing statement and that it is true and correct to the best of my knowledge, information and belief.

/s/Tiffany Strelow Cobb
Tiffany Strelow Cobb

STATE OF OHIO)
)
COUNTY OF FRANKLIN)

SWORN TO AND SUBSCRIBED TO in my presence, this 11th day of June, 2009.

/s/Cindy D. Fricke
Notary Public, State of Ohio

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of the preceding Verified Rule 2019 Statement was electronically filed through the Court's ECF system and served this 11th day of June, 2009, by operation of the Court's electronic filing system. Parties may access this filing through the Court's system. This Verified Rule 2019 Statement was also served by United States Mail, first-class, proper postage affixed upon the following:

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Stephen Karotkin Weil, Gotshal & Manges LLP 767 Fifth Avenue New York, NY 10153	

/s/Tiffany Strelow Cobb
Tiffany Strelow Cobb